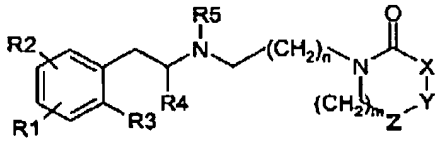
**CLAIM LISTING**

Claims 1-41 (canceled)

42. (Currently Amended) A compound of Formula I




wherein:

$R^1$, $R^2$ and $R^3$ are independently in each occurrence hydrogen, halogen, $(C_{1-6})$-alkyl, -OR', -SR', -NR'R", -SOR', $-SO_2R'$, -COOR', -OCOR', -OCONR'R", $-OSO_2R'$, $-OSO_2NR'R"$; $-NR'SO_2R"$, -NR'COR", $-SO_2$ NR'R", $-SO_2(CH_2)_{1-3}CONR'R"$, -CONR'R", cyano, haloalkyl, or nitro; or $R^1$ and $R^2$ if adjacent, taken together with the carbons to which they are attached may also form a 5- to 7- membered aromatic, saturated or unsaturated ring, optionally incorporating one or two ring heteroatoms chosen from N, S $(O)_{0-2}$, or O, and optionally substituted with $(C_{1-6})$-alkyl, halo, cyano or lower alkoxy;

R' and R" are independently in each occurrence hydrogen, $(C_{1-6})$-alkyl, substituted lower alkyl, $(C_{0-3})$alkylalkoxy, aryl, heterocyclyl, heteroaryl, aryl-$(C_{1-3})$-alkyl, heteroaryl-$(C_{1-3})$-alkyl, heterocyclyl-$(C_{1-3})$-alkyl, cycloalkylalkyl, cycloalkyl, or R' and R" together with the nitrogen they are attached may also form a 5- to 7- membered ring, optionally incorporating one additional ring heteroatom chosen from N, O or $S(O)_{0-2}$;

$R^4$ is independently in each occurrence $(C_{1-6})$ alkyl;

$R^5$ is independently in each occurrence $(C_{1-6})$ alkyl, $(C_{1-6})$ alkenyl, $(C_{1-6})$ alkynyl, or cycloalkyl;

one of X, Y or Z is independently S, O, or N-$R^6$, the others are $CH_2$;

$R^6$ is hydrogen, $(C_{1-6})$-alkyl, haloalkyl, aryl$(C_{1-6})$alkyl, heteroaryl$(C_{1-6})$alkyl, -$(C_{1-6})$-CR'R'R', -COOR', $-SO_2R'$, -C(O)R', $-SO_2(CH_2)_{0-3}NR'R"$, -CONR'R", $-C(O)OCH_2OC(O)R'$, $-C(O)OCH_2SC(O)R'$, or $-PO(OR')_2$, where R' and R" are as defined above;

m is 1;

n is 3 ~~an integer from 1 to 6 inclusive~~;

or pharmaceutically acceptable salts or solvates thereof.

43. (Canceled)

44. (Previously Presented) The compound of Claim 42, wherein $R^4$ is methyl.

45. (Canceled)

46. (Previously Presented) The compound of Claim 42, wherein X is S or O.

47. (Previously Presented) The compound of Claim 42, wherein Y is S or O.

48. (Previously Presented) The compound of Claim 42, wherein Z is S or O.

49. (Previously Presented) The compound of Claim 42, wherein one of X, Y or Z is $NR^6$ and the others are $CH_2$.

50. (Previously Presented) The compound of Claim 49, wherein X is NH.

51. (Previously Presented) The compound of Claim 49, wherein Y is NH.

52. (Previously Presented) The compound of Claim 49, wherein Z is NH.

53. (Previously Presented) The compound of claim 42, wherein X is S, O, or N-$R^6$, and Y and Z are $CH_2$.

54. (Currently Amended) The compound of claim 4~~[[3]]~~2, wherein X is S or O, and Y and Z are $CH_2$.

55. (Previously Presented) A pharmaceutical composition comprising a therapeutically effective amount of a compound of Claim 42 in admixture with a pharmaceutically acceptable carrier.

56. (Canceled)

57. (Previously Presented) A method for treating a subject suffering from **detrusor hyperactivity** ~~**a smooth muscle function disease**~~ mediated by an M2/M3 muscarinic receptor antagonist, said method comprising administering to said subject an effective amount of at least one compound of claim 42.

58. (Canceled)

59. (Canceled)